

# **EXHIBIT B**

**UNITED STATES DISTRICT COURT  
WESTERN DISTRICT OF TENNESSEE**

FUSION ELITE ALL STARS, et al.,

Plaintiffs,

v.

VARSITY BRANDS, LLC, et al.,

Defendants.

**Civ. Action No. 2:20-cv-02600**

JESSICA JONES, et al.,

Plaintiffs,

v.

BAIN CAPITAL PRIVATE EQUITY, et al.

Defendants.

**Civ. Action No. 2:20-cv-02892**

**DECLARATION OF WILLIAM SEELY IN SUPPORT OF MOTION TO QUASH OR  
MODIFY SUBPOENA DIRECTED TO MARLENE COTA AND  
FOR PROTECTIVE ORDER**

I, William Seely, declare as follows:

1. I am over twenty-one (21) years of age, of sound mind, and competent to make this declaration. I make the following statements based upon my own personal knowledge of the facts stated herein.

2. I have served in various leadership roles at Varsity Spirt, LLC (“Varsity”) for 30 years. My current position is President of Varsity, which I have held for more than four years. Previously, I served as Senior Vice President and, then, Executive Vice President of the organization.

3. Varsity is a subsidiary of Varsity Brands, LLC (“Varsity Brands”), which is a subsidiary of Varsity Brands Holding Co., Inc.

4. Marlene Cota was employed by Varsity for a number of years prior to January 9, 2018, when Varsity terminated her employment.

5. Ms. Cota entered into at least three agreements with Varsity related to her employment.

6. On or about June 10, 2005, Ms. Cota executed an Employment Agreement, with an Addendum added on or about December 22, 2008. *See Exhibits 1(a) and 1(b).*

7. On or about January 4, 2016, Ms. Cota executed an Employee Confidentiality, Non-Solicitation, Non-Competition and Invention Assignment Agreement. *See Exhibit 2.*

8. Following Ms. Cota’s termination of employment, she entered into an Agreement, General Release, and Confidentiality Statement on or about January 30, 2018, along with a Release that same day. *See Exhibits 3(a) and 3(b).*

9. The agreements attached at **Exhibits 1(a), 1(b), 2, 3(a), and 3(b)** are, to the best of my knowledge and belief, true and accurate copies of the documents each purports to be. The Exhibits were made at or near the time of the occurrence of the matters set forth by, or from information transmitted by, a person with knowledge of and a business duty to record or transmit those matters; were kept in the course of Varsity’s and Varsity Brand’s regularly conducted activities; and were made by the regularly conducted activities as a regular practice.

10. I declare under penalty of perjury that the foregoing is true and correct. Executed on December 22, 2021.

DocuSigned by:  
  
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William Seely